

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:	
ACandS, Inc.	Case No.: 02-12687 (JKF) (related to Docket No. <u>3700 &amp; 3706</u> )
Armstrong World Industries, Inc.	Case No.: 00-4471 (JKF) (related to Docket No. <u>10760 &amp; 10766</u> )
Combustion Engineering, Inc.	Case No.: 03-10495 (JKF) (related to Docket Nos. <u>3440 &amp; 3446</u> )
The Flintkote Company	Case No. 04-11300 (JKF) (related to Docket Nos. <u>6255 &amp; 6296</u> )
Kaiser Aluminum Corp.	Case No.: 02-10429 (JKF) (related to Docket Nos. <u>10170 &amp; 10184</u> )
Owens Corning	Case No.: 00-3837 (JKF) (related to Docket Nos. <u>21030 &amp; 21036</u> )
US Mineral Products Company	Case No. 01-2471 (JKF) (related to Docket Nos. <u>3937 &amp; 3943</u> )
USG Corp.	Case No. 01-2094 (JKF) (related to Docket Nos. <u>12655 &amp; 12661</u> )
W.R. Grace & Co.	Case No. 01-1139 (JKF) (related to Docket Nos. <u>27749 &amp; 27836</u> )
Debtors	

**APPELLEES', THE LAW OFFICES OF PETER G. ANGELOS, P.C.;  
BARON & BUDD, P.C.; BRAYTON PURCELL, LLP; HISSEY KIENTZ, LLP;  
THE LIPMAN LAW FIRM; REAUD, MORGAN & QUINN, INC.;  
THORNTON & NAUMES, LLP; WATERS & KRAUS, LLP;  
WEITZ & LUXENBERG P.C.; AND WILLIAMS KHERKHER HART BOUNDAS, LLP,  
RE-STATEMENT OF THE ISSUES ON APPEAL AND DESIGNATION OF  
ADDITIONAL ITEMS TO BE INCLUDED IN RECORD ON APPEAL**

The Law Offices of Peter G. Angelos, P.C.; Baron & Budd, P.C.; Brayton Purcell, LLP; Hissey Kientz, LLP; The Lipman Law Firm; Reaud, Morgan & Quinn, Inc.; Thornton & Naumes, LLP; Waters & Kraus, LLP; Weitz & Luxenberg P.C.; and Williams Kherkher Hart Boundas, LLP

(collectively, the “Law Firms” with each being a “Law Firm”) hereby re-states the Issues on Appeal and designates additional items to be included in the record on appeal commenced by the Notice of Appeal filed by Garlock Sealing Technologies LLC (“Garlock”) in each of the above-captioned cases:

**RE-STATEMENT OF ISSUES ON APPEAL**

1. Whether the Bankruptcy Court correctly denied Garlock access to confidential exhibits to statements under Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “2019 Exhibits”) filed by law firms representing asbestos personal injury claimants in twelve cases, where the Bankruptcy Court had, in 2004, entered identical orders in each of the cases providing that 2019 Exhibits could be accessed only upon motion to and order of the court, where Garlock provided the Bankruptcy Court with no principled reason why, as a stranger to those cases, it should be afforded access to the confidential materials or permitted to revisit the Bankruptcy Court’s longstanding orders, validated in prior appellate proceedings, governing compliance with Rule 2019 in those cases.
2. Whether the Bankruptcy Court correctly held that Garlock, absent establishing itself as a party in interest in the twelve cases, had to show sufficient cause to permissively intervene in them pursuant to Rule 2018(a) prior to seeking access to the confidential 2019 Exhibits in accordance with the Court’s prior orders.
3. Whether the Bankruptcy Court correctly found that Garlock lacked standing to intervene in the bankruptcy cases for the purpose of seeking access to the confidential 2019 Exhibits where Garlock had not filed proofs of claim in any of the cases, had made no cognizable claim to distributions from any of the debtors’ estates, and had failed to demonstrate any interest related to the administration of any of the cases.

4. Whether the Bankruptcy Court correctly found that Garlock had to successfully move to reopen the closed bankruptcy cases before Garlock could seek access to the confidential 2019 exhibits submitted in those cases.

5. Whether the Bankruptcy Court correctly denied Garlock's motion to reopen the closed bankruptcy cases, as to which Garlock was a stranger, absent any indication that doing so would benefit creditors in the affected cases and where reopening them would impose substantial and unnecessary costs and obligations on the debtors while speculatively advancing only Garlock's ill-conceived machinations in its own chapter 11 reorganization.

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### **DESIGNATION OF ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Garlock listed four classes of items to be included in the record on appeal. The Law Firms have additional items that Garlock neglected to designate in two of those categories:

- 1) Garlock's first category: Pleadings Related to the Orders and Opinions on Appeal (Garlock inexplicably failed to designate most of the pleadings related to their Motions to Reopen those of the above-captioned cases that are closed).
- 2) Garlock's second category: Additional Relevant Items from the Bankruptcy Court's Docket (the Law Firms believe further items from one or other of the above-captioned cases are relevant and should be designated).

#### **Pleadings Related to the Orders and Opinions on Appeal**

Appellee designates the following additional pleadings related to the orders and opinions on appeal in the light of Garlock's failure to designate either its motions to reopen the closed cases or the responses filed specifically to those motion. All the relevant papers were filed on the dockets of all seven closed cases. Appellee lists the papers, followed by a table that lists the cases and docket numbers.

**Tab 1:** Motion of Garlock Sealing Technologies LLC for Entry of an Order, Pursuant to 11 U.S.C. § 350(b), Fed. R. Bankr. P. 3020(d), 3022 and 5010, Reopening Chapter 11 Bankruptcy Cases for the Limited Purpose of Seeking Access to 2019 Statements

<b>Case</b>	<b>Docket Number</b>
<i>In re ACE'S, Inc.</i> , Case No. 02-12687 (JKF) (Bankr. D. Del.)	3658
<i>In re Armstrong World Industries, Inc.</i> , Case No. 00-04471 (JKF) (Bankr. D. Del.)	10719
<i>In re Combustion Engineering, Inc.</i> , Case No. 03-10495 (JKF) (Bankr. D. Del.)	3398

<i>In re Owens Corning</i> , Case No. 00-03837 (JKF) (Bankr. D. Del.)	20979
<i>In re US Mineral Products Company</i> , Case No. 01-02471 (JKF) (Bankr. D. Del.)	3895
<i>In Re USG Corp.</i> , Case No. 01-02094 (JKF) (Bankr. D. Del.)	12615
<i>In re Mid-Valley, Inc.</i> , Case No. 03-35592 (JKF) (Bankr. D. W.D. Pa)	2789

**Tab 2:** Objection Of the United States Trustee to the Motion of Garlock Sealing Technologies LLC for Entry of an Order, Pursuant to 11 U.S.C. § 350(b), Fed. R. Bankr. P. 3020(d), 3022 and 5010, Reopening Chapter 11 Bankruptcy Cases for the Limited Purpose of Seeking Access to 2019 Statements

Case	Docket Number
<i>In re AC&amp;S, Inc.</i> , Case No. 02-12687 (JKF) (Bankr. D. Del.)	3673
<i>In re Armstrong World Industries, Inc.</i> , Case No. 00-04471 (JKF) (Bankr. D. Del.)	10730
<i>In re Combustion Engineering, Inc.</i> , Case No. 03-10495 (JKF) (Bankr. D. Del.)	3408
<i>In re Owens Corning</i> , Case No. 00-03837 (JKF) (Bankr. D. Del.)	20996
<i>In re US Mineral Products Company</i> , Case No. 01-02471 (JKF) (Bankr. D. Del.)	3905
<i>In Re USG Corp.</i> , Case No. 01-02094 (JKF) (Bankr. D. Del.)	12629
<i>In re Mid-Valley, Inc.</i> , Case No. 03-35592 (JKF) (Bankr. D. W.D. Pa)	2800

**Tab 3:** Response of The Law Offices of Peter G. Angelos, P.C.; Baron & Budd, P.C.; Brayton Purcell, LLP; Hissey Kientz, LLP; The Lipman Law Firm; Reaud, Morgan & Quinn, Inc.; Thornton & Naumes, LLP; Waters & Kraus, LLP; Weitz & Luxenberg P.C.; and Williams Kherkher Hart Boundas, LLP, to the Motion of Garlock Sealing Technologies LLC For Entry of an Order Pursuant to 11 USC Section 350(b), Fed. R. Bankr. P. 3020(d), 3022 and 5010, Reopening Chapter 11 Bankruptcy Cases for the Limited Purpose of Seeking Access to 2019 Statements

<b>Case</b>	<b>Docket Number</b>
<i>In re ACE'S, Inc.</i> , Case No. 02-12687 (JKF) (Bankr. D. Del.)	3678
<i>In re Armstrong World Industries, Inc.</i> , Case No. 00-04471 (JKF) (Bankr. D. Del.)	10735
<i>In re Combustion Engineering, Inc.</i> , Case No. 03-10495 (JKF) (Bankr. D. Del.)	3413
<i>In re Owens Corning</i> , Case No. 00-03837 (JKF) (Bankr. D. Del.)	21002
<i>In re US Mineral Products Company</i> , Case No. 01-02471 (JKF) (Bankr. D. Del.)	3910
<i>In Re USG Corp.</i> , Case No. 01-02094 (JKF) (Bankr. D. Del.)	12633
<i>In re Mid-Valley, Inc.</i> , Case No. 03-35592 (JKF) (Bankr. D. W.D. Pa)	2802

**Tab 4:** Objection of Kazan, McClain, Lyons, Greenwood & Harley, Waters & Kraus LLP, Stanley, Mandel & Iola, L.L.P., Simmons Browder Gianaris Angelides & Barnerd LLC, Bergman, Draper & Frockt, Gori Julian & Associates, P.C., Early, Lucarelli, Sweeney & Strauss, Cooney & Conway, George & Sipes LLP, Lipsitz & Ponterio, LLC, Bifferato LLC, and Montgomery, McCracken, Walker & Rhoads, LLP, to Garlock's Motions to Reopen Bankruptcy Cases for the Purpose of Seeking Access to 2019 Statements

Case	Docket Number
<i>In re AC&amp;S, Inc.</i> , Case No. 02-12687 (JKF) (Bankr. D. Del.)	3679
<i>In re Armstrong World Industries, Inc.</i> , Case No. 00-04471 (JKF) (Bankr. D. Del.)	10736
<i>In re Combustion Engineering, Inc.</i> , Case No. 03-10495 (JKF) (Bankr. D. Del.)	3414
<i>In re Owens Corning</i> , Case No. 00-03837 (JKF) (Bankr. D. Del.)	21003
<i>In re US Mineral Products Company</i> , Case No. 01-02471 (JKF) (Bankr. D. Del.)	3911
<i>In Re USG Corp.</i> , Case No. 01-02094 (JKF) (Bankr. D. Del.)	12644
<i>In re Mid-Valley, Inc.</i> , Case No. 03-35592 (JKF) (Bankr. D. W.D. Pa)	2805

**Tab 5:** Response of Mid-Valley, Inc. to Motion of Garlock Sealing Technologies LLC for Entry of an Order, Pursuant to 11 U.S.C. § 350(b), Fed. R. Bankr. P. 3020(d), 3022 and 5010, Reopening Chapter 11 Bankruptcy Cases for the Limited Purpose of Seeking Access to 2019 Statements filed in *In re Mid-Valley, Inc.*, Case No. 03-35592 (JKF) (Bankr. D. W.D. Pa) at D.I. 2796

**Tab 6:** Response of Combustion Engineering, Inc. to Motion of Garlock Sealing Technologies LLC for Entry of an Order, Pursuant to 11 U.S.C. Section 350(b), Fed.R.Bankr.P. 3020(d), 3022 and 5010, Reopening Chapter 11 Bankruptcy Cases for the Limited Purpose of Seeking Access to 2019 Statements filed in *In re Combustion Engineering, Inc.*, Case No. 03-10495 (JKF) (Bankr. D. Del.) at D.I. 3409

**Tab 7:** Pittsburgh Corning Corporation's Response to the Motion of Garlock Sealing Technologies, LLC for Orders Authorizing Access to 2019 Statements Filed in This Court and For Related Relief, filed in *In re Pittsburgh Corning Corp.*, Case No. 00-22876 (JKF) (Bankr. W.D. Pa.) at D.I. 8120

**Additional Relevant Items from the Bankruptcy Court's Docket**

Appellee designates the additional relevant items set forth in the table below to be included in the record on appeal. Following Garlock's protocol (for the Court's convenience) each item appears on the docket of one or more of the cases on appeal and is designated by docket number in the respective case. The name of the case to which the docket item corresponds appears in the description column.

<b>Tab No</b>	<b>D.I. No.</b>	<b>Description</b>
8	1574	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019 But Staying Effective Date  <i>In re ACE&amp;S, Inc.</i> , Case No. 02-12687 (JKF) (Bankr. D. Del.)
9	7468	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019 But Staying Effective Date  <i>In re Armstrong World Industries, Inc.</i> , Case No. 00-4471 (JKF) (Bankr. D. Del.)
10	2465	Consent Order Requiring the Filing of Statements Pursuant to Fed. R. Bankr. P. 2019  <i>In re Combustion Engineering, Inc.</i> , Case No. 03-10495 (JKF) (Bankr. D. Del.)
11	337	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019  <i>In re The Flintkote Company</i> , Case No. 04-11300 (JKF) (Bankr. D. Del.)

12	5255	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019  <i>In re Kaiser Aluminum Corp.</i> , Case No. 02-10429 (JKF) (Bankr. D. Del.)
13	13091	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019  <i>In re Owens Corning, et al.</i> , Case No. 00-3837 (JKF) (Bankr. D. Del. Oct. 22, 2004)
14	2155	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019  <i>In re US Mineral Products Company</i> , Case No. 01-2471 (JKF) (Bankr. D.Del.)
15	6852	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019,  <i>In re USG Corp.</i> , Case No. 01-2094 (JKF) (Bankr. D. Del. )
16	6715	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019,  <i>In re W.R. Grace &amp; Co., et al.</i> , Case No. 01-1139 (JKF) (Bankr. D. Del.)
17	2515	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019,  <i>In re North American Refractories Company</i> , Case No. 02-20198 (JKF) (Bankr. W.D. Pa.)

18	3667	Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019,  <i>In re Pittsburgh Corning Corp.</i> , Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
19	3633	Transcript of Hearing Before Honorable Judith K. Fitzgerald United States Bankruptcy Judge on September 23, 2004  <i>In re Pittsburgh Corning Corp.</i> ; Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
20	12968	Transcript of Argument on All Delaware Asbestos Cases Regarding 2019 Order held on October 6, 2004.  On docket of <i>In re Owens Corning</i> , Case No. 00-03837 (JKF) (Bankr. D. Del.)
21	9628	Transcript of Hearing Before Honorable Judith K. Fitzgerald United States Bankruptcy Judge on September 26, 2005  <i>In re W.R. Grace &amp; Co., et al.</i> , Case No. 01-1139 (JKF) (Bankr. D. Del.)
22	11031	Order Denying Insurers' Motion for Access to Exhibits to 2019 Statements and Clarifying Scope of the PIE Claims Estimation Proceedings
23	2372	Telephonic Status Conference Transcript on June 23, 2006  <i>In re AC&amp;S</i> ; Case No. 02-12687 (JKF) (Bankr. D. Del.)

24	2410	<p>Order Granting in Part and Denying in Part the Motion of Travelers Casualty and Surety Company (1) To Lift The Stay of the Court's October 22, 2004 Revised Order Requiring Filing of Statements, (2) To Clarify That the Revised 2019 Order Requires Disclosure of Co-Counsel, Consultant And Fee-Sharing Arrangements, (3) To Compel Compliance With Rule 2019, and (4) For Access To the 2019 Exhibits</p> <p><i>In re ACE&amp;S;</i> Case No. 02-12687 (JKF) (Bankr. D. Del.)</p>
25	7187	<p>Expedited Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements.</p> <p><i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)</p>
26	7277	<p>Objection of Baron &amp; Budd, Reaud Morgan &amp; Quinn, Weitz &amp; Luxenberg and Williams Kherkher to the Expedited Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements Filed in Case</p> <p><i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)</p>
27	7278	<p>Plan Proponents Objection to Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements Filed in Case</p> <p><i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)</p>

28	7346	Transcript of Hearing Before Honorable Judith K. Fitzgerald United States Bankruptcy Judge on December 3, 2009  <i>In re Pittsburgh Corning Corp.</i> ; Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
29	7363	Objection of Baron & Budd, The Law Offices of Peter G. Angelos, Reaud Morgan & Quinn, Thornton & Naumes, Weitz & Luxenberg and Williams Kherkher to the Expedited Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements Filed in Case  <i>In re Pittsburgh Corning Corp.</i> ; Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
30	7352	Stipulation Regarding Confidential Material executed by counsel for Garlock and the Debtors  <i>In re Pittsburgh Corning</i> , Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
31	7368	Objection of Montgomery, McCracken, Walker & Rhoads, LLP, Kazan, McClain, Lyons, Greenwood & Harley, Waters & Kraus LLP, Stanley, Mandel & Iola, L.L.P., and Cooney & Conway to the Expedited Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements Filed in Case  <i>In re Pittsburgh Corning Corp.</i> ; Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)

32	7422	Transcript of Hearing Before Honorable Judith K. Fitzgerald United States Bankruptcy Judge on January 13, 2010.  <i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
33	7579	Order Denying Expedited Motion of Garlock Sealing Technologies, LLC for Order Authorizing Access to Certain 2019 Statements Filed in Case  <i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)
34	8025	Transcript of Hearing Before Honorable Judith K. Fitzgerald United States Bankruptcy Judge on October 29, 2010.  <i>In re Pittsburgh Corning Corp.;</i> Case No. 00-22876 (JKF) (Bankr. W.D. Pa.)

Dated: November 9, 2011

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